

HANSON PLC  
Form SC 13D/A  
April 01, 2009

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13D/A  
(Amendment to Amendment No. 2)

Under the Securities Exchange Act of 1934  
HANSON PLC  
(Name of Issuer)

Ordinary Shares with par value of £0.10 each  
(Title of Class of Securities)

GB0033516088  
(CUSIP number)

---

American Depositary Shares  
(each representing 5 Ordinary Shares)  
(Title of Class of Securities)

US4113491033  
(CUSIP number)

---

Dr. Ingo Schaffernak  
HeidelbergCement AG  
Berliner Strasse 6  
69120 Heidelberg  
Germany  
011-49-6221-481-366  
(Name, address and telephone number of person authorized to receive notices and communications)

Copy to:

David Mercado, Esq.  
Cravath, Swaine & Moore LLP  
Worldwide Plaza  
825 Eighth Avenue  
New York, New York 10019  
(212) 474-1000

---

August 23, 2007  
(Date of event which requires filing of this statement)

Edgar Filing: HANSON PLC - Form SC 13D/A

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§ 240-13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.

---

1. Names of Reporting Persons. Dr. Adolf Merckle  
I.R.S. Identification Nos. of above persons (entities only). Not applicable  
(natural person)
  2. Check the Appropriate Box If a Member of a Group (See Instructions):  
(a)   
(b)
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
WC, BK
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
Germany
  7. Sole Voting Power  
-
  8. Shared Voting Power  
720,801,629 (See Item 5)
  9. Sole Dispositive Power  
-
  10. Shared Dispositive Power  
720,801,629 (See Item 5)
  11. Aggregate Amount Beneficially Owned by Each Reporting Person  
720,801,629
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
100%
  14. Type of Reporting Person (See Instructions)  
IN
-

1. Names of Reporting Persons. Ms. Ruth Merckle  
I.R.S. Identification Nos. of above persons (entities only). Not applicable  
(natural person)
  2. Check the Appropriate Box If a Member of a Group (See Instructions):  
(a)   
(b)
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
WC, BK
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
Germany
  7. Sole Voting Power  
-
  8. Shared Voting Power  
720,801,629 (See Item 5)
  9. Sole Dispositive Power  
-
  10. Shared Dispositive Power  
720,801,629 (See Item 5)
  11. Aggregate Amount Beneficially Owned by Each Reporting Person  
720,801,629
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
100%
  14. Type of Reporting Person (See Instructions)  
IN
-

1. Names of Reporting Persons. Mr. Ludwig Merckle  
I.R.S. Identification Nos. of above persons (entities only). Not applicable  
(natural person)
  2. Check the Appropriate Box If a Member of a Group (See Instructions):  
(a)   
(b)
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
WC, BK
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
Germany
  7. Sole Voting Power  
-
  8. Shared Voting Power  
720,801,629 (See Item 5)
  9. Sole Dispositive Power  
-
  10. Shared Dispositive Power  
720,801,629 (See Item 5)
  11. Aggregate Amount Beneficially Owned by Each Reporting Person  
720,801,629
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See  
Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
100%
  14. Type of Reporting Person (See Instructions)  
IN
-

1. Names of Reporting Persons. Mr. Tobias Merckle  
I.R.S. Identification Nos. of above persons (entities only). Not applicable  
(natural person)
  2. Check the Appropriate Box If a Member of a Group (See Instructions):  
(a)   
(b)
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
WC, BK
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
Germany
  7. Sole Voting Power  
-
  8. Shared Voting Power  
720,801,629 (See Item 5)
  9. Sole Dispositive Power  
-
  10. Shared Dispositive Power  
720,801,629 (See Item 5)
  11. Aggregate Amount Beneficially Owned by Each Reporting Person  
720,801,629
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
100%
  14. Type of Reporting Person (See Instructions)  
IN
-

1. Names of Reporting Persons. Dr. Philipp Merckle  
I.R.S. Identification Nos. of above persons (entities only). Not applicable  
(natural person)
  2. Check the Appropriate Box If a Member of a Group (See Instructions):  
(a)   
(b)
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
WC, BK
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
Germany
  7. Sole Voting Power  
-
  8. Shared Voting Power  
720,801,629 (See Item 5)
  9. Sole Dispositive Power  
-
  10. Shared Dispositive Power  
720,801,629 (See Item 5)
  11. Aggregate Amount Beneficially Owned by Each Reporting Person  
720,801,629
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
100%
  14. Type of Reporting Person (See Instructions)  
IN
-

1. Names of Reporting Persons. Ms. Jutta Breu (nee Jutta Merckle)  
I.R.S. Identification Nos. of above persons (entities only). Not applicable  
(natural person)
  2. Check the Appropriate Box If a Member of a Group (See Instructions):  
(a)   
(b)
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
WC, BK
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
Germany
  7. Sole Voting Power  
-
  8. Shared Voting Power  
720,801,629 (See Item 5)
  9. Sole Dispositive Power  
-
  10. Shared Dispositive Power  
720,801,629 (See Item 5)
  11. Aggregate Amount Beneficially Owned by Each Reporting Person  
720,801,629
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
100%
  14. Type of Reporting Person (See Instructions)  
IN
-



1. Names of Reporting Persons. Spohn Cement GmbH  
I.R.S. Identification Nos. of above persons (entities only). Not applicable (foreign entity)
  2. Check the Appropriate Box If a Member of a Group (See Instructions):  
(a)   
(b)
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
OO
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
Germany
  7. Sole Voting Power  
-
  8. Shared Voting Power  
720,801,629 (See Item 5)
  9. Sole Dispositive Power  
-
  10. Shared Dispositive Power  
720,801,629 (See Item 5)
  11. Aggregate Amount Beneficially Owned by Each Reporting Person  
720,801,629
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
100%
  14. Type of Reporting Person (See Instructions)  
HC
-

1. Names of Reporting Persons. HeidelbergCement AG  
I.R.S. Identification Nos. of above persons (entities only). Not applicable (foreign entity)
  2. Check the Appropriate Box If a Member of a Group (See Instructions):  
(a)   
(b)
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
WC, BK
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
Germany
  7. Sole Voting Power  
-
  8. Shared Voting Power  
720,801,629 (See Item 5)
  9. Sole Dispositive Power  
-
  10. Shared Dispositive Power  
720,801,629 (See Item 5)
  11. Aggregate Amount Beneficially Owned by Each Reporting Person  
720,801,629
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
100%
  14. Type of Reporting Person (See Instructions)  
CO
-

1. Names of Reporting Persons. Lehigh UK Limited  
I.R.S. Identification Nos. of above persons (entities only). Not applicable (foreign entity)
  2. Check the Appropriate Box If a Member of a Group (See Instructions):  
(a)   
(b)
  3. SEC Use Only
  4. Source of Funds (See Instructions)  
OO
  5. Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e)
  6. Citizenship or Place of Organization  
United Kingdom
    7. Sole Voting Power
    8. Shared Voting Power  
523,387,225 (See Item 5)
    9. Sole Dispositive Power
    10. Shared Dispositive Power  
523,387,225 (See Item 5)
  11. Aggregate Amount Beneficially Owned by Each Reporting Person  
523,387,225
  12. Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions)
  13. Percent of Class Represented by Amount in Row (11)  
72.61%
  14. Type of Reporting Person (See Instructions)  
CO
-

This amendment to Amendment No. 2 amends and supplements the statements on Schedule 13D jointly filed on May 30, 2007 by (i) Dr. Adolf Merckle, a citizen of the Federal Republic of Germany, (ii) Ms. Ruth Merckle, a citizen of the Federal Republic of Germany, (iii) Mr. Ludwig Merckle, a citizen of the Federal Republic of Germany, (iv) Mr. Tobias Merckle, a citizen of the Federal Republic of Germany, (v) Dr. Philipp Merckle, a citizen of the Federal Republic of Germany, (vi) Ms. Jutta Merckle, a citizen of the Federal Republic of Germany, (vii) Spohn Cement GmbH, a corporation incorporated under the laws of the Federal Republic of Germany (“Spohn”), (viii) HeidelbergCement AG, a corporation incorporated under the laws of the Federal Republic of Germany (“HeidelbergCement”) and (ix) Lehigh UK Limited, a company incorporated under the laws of England and Wales (“Lehigh UK”), (collectively, the “Reporting Persons”), as amended by Amendment No. 1 filed on July 6, 2007 and Amendment No. 2 filed on August 23, 2007, by replacing Exhibit 4 thereto pursuant to a Confidential Treatment Request filed with the Securities and Exchange Commission.

---

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

SPOHN CEMENT GMBH,

Dated: April 1, 2009

By: /s/ Dr. Susanne Friess  
Name: Dr. Susanne Friess  
Title: Managing Director

HEIDELBERGCEMENT AG,

Dated: April 1, 2009

By: /s/ Dr. Bernd Scheifele  
Name: Dr. Bernd Scheifele  
Title: Chairman of the Managing  
Board/CEO

By: /s/ Dr. Lorenz Naeger  
Name: Dr. Lorenz Naeger  
Title: Member of the Managing  
Board/CFO

LEHIGH UK LIMITED,

Dated: April 1, 2009

By: /s/ Dr. Bernd Scheifele  
Name: Dr. Bernd Scheifele  
Title: Member of the Board of  
Directors

---

Dated: April 1 , 2009

By:

/s/ Ruth Merckle  
Name: Ruth Merckle

Dated: April 1, 2009

By:

/s/ Tobias Merckle  
Name: Tobias Merckle

Dated: April 1, 2009

By:

/s/ Philipp Merckle  
Name: Dr. Philipp Merckle

---



Dated: April 1, 2009

By:

/s/ Jutta Breu

Name: Jutta Breu

---

Dated: April 1, 2009

By:

/s/ Ludwig Merckle  
Name: Ludwig Merckle



EXHIBIT INDEX

Exhibit	Description
4	GBP 8,750,000,000 and EUR 3,400,000,000 Facilities Agreement for HeidelbergCement AG, arranged by Deutsche Bank AG and the Royal Bank of Scotland Plc, dated May 14, 2007.*

\*Pursuant to Rule 24b-2 of the Securities Exchange Act of 1934, as amended, confidential portions of this exhibit have been omitted and filed separately with the Securities and Exchange Commission ("SEC") pursuant to a Confidential Treatment Request filed with the SEC.